



Non-GAAP Financial Information

To supplement its consolidated financial statements presented in accordance with Generally Accepted Accounting Principles (GAAP), the Corporation provides additional measures of operating results, net income and earnings per share (EPS) adjusted to exclude certain costs, expenses, and gains and losses. The Corporation believes that these non-GAAP financial measures are appropriate to enhance the understanding of its past performance as well as prospects for its future performance. In the event of such a disclosure or release, the Securities and Exchange Commission's Regulation G requires: (i) the presentation of the most directly comparable financial measure calculated and presented in accordance with GAAP and (ii) a reconciliation of the differences between the non-GAAP financial measure presented and the most directly comparable financial measure calculated and presented in accordance with GAAP. The required presentations and reconciliations are contained herein and can be found at our website, www.fnbcorporation.com, under "Shareholder and Investor Relations" by clicking on "Non-GAAP Reconciliation."

The Appendix to this presentation contains non-GAAP financial measures used by the Corporation to provide information useful to investors in understanding the Corporation's operating performance and trends, and facilitate comparisons with the performance of the Corporation's peers. While the Corporation believes that these non-GAAP financial measures are useful in evaluating the Corporation, the information should be considered supplemental in nature and not as a substitute for or superior to the relevant financial information prepared in accordance with GAAP. The non-GAAP financial measures used by the Corporation may differ from the non-GAAP financial measures other financial institutions use to measure their results of operations. This information should be reviewed in conjunction with the Corporation's financial results disclosed on January 25, 2010 and in its periodic filings with the Securities and Exchange Commission.



GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
<u>Return on average tangible equity (1):</u>				
Net income (annualized)	\$18,077	(\$75,214)	\$41,111	\$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	<u>22,534</u>	<u>(70,074)</u>	<u>45,718</u>	<u>39,782</u>
Average total shareholders' equity	1,052,483	972,138	1,063,104	847,417
Less: Average intangibles	(568,666)	(575,668)	(571,492)	(473,228)
	<u>483,817</u>	<u>396,470</u>	<u>491,612</u>	<u>374,189</u>
Return on average tangible equity (1)	<u>4.66%</u>	<u>-17.67%</u>	<u>9.30%</u>	<u>10.63%</u>
<u>Return on average tangible common equity (1):</u>				
Net income available to common shareholders (annualized)	\$18,077	(\$75,214)	\$32,803	\$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	<u>22,534</u>	<u>(70,074)</u>	<u>37,410</u>	<u>39,782</u>
Average total shareholders' equity	1,052,483	972,138	1,063,104	847,417
Less: Average preferred shareholders' equity	0	0	(63,602)	0
Less: Average intangibles	(568,666)	(575,668)	(571,492)	(473,228)
	<u>483,817</u>	<u>396,470</u>	<u>428,010</u>	<u>374,189</u>
Return on average tangible common equity (1)	<u>4.66%</u>	<u>-17.67%</u>	<u>8.74%</u>	<u>10.63%</u>

(1) Return on average tangible equity (common equity) is calculated by dividing net income less amortization of intangibles by average equity (common equity) less average intangibles.



GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
<u>Return on average tangible assets (1):</u>				
Net income (annualized)	\$18,077	(\$75,214)	\$41,111	\$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	<u>22,534</u>	<u>(70,074)</u>	<u>45,718</u>	<u>39,782</u>
Average total assets	8,681,532	8,414,609	8,606,188	7,696,895
Less: Average intangibles	<u>(568,666)</u>	<u>(575,668)</u>	<u>(571,492)</u>	<u>(473,228)</u>
	<u>8,112,866</u>	<u>7,838,941</u>	<u>8,034,696</u>	<u>7,223,667</u>
Return on average tangible assets (1)	<u>0.28%</u>	<u>-0.89%</u>	<u>0.57%</u>	<u>0.55%</u>
<u>Tangible common book value per share:</u>				
Total shareholders' equity	\$1,043,302	\$925,984	\$1,043,302	\$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	<u>(567,851)</u>	<u>(574,507)</u>	<u>(567,851)</u>	<u>(574,507)</u>
	<u>475,451</u>	<u>351,477</u>	<u>475,451</u>	<u>351,477</u>
Ending shares outstanding	114,111,695	89,700,152	114,111,695	89,700,152
Tangible common book value per share	<u>\$4.17</u>	<u>\$3.92</u>	<u>\$4.17</u>	<u>\$3.92</u>

(1) Return on average tangible assets is calculated by dividing net income less amortization of intangibles by average assets less average intangibles.



GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
<u>Tangible common book value per share excluding AOCI (1):</u>				
Total shareholders' equity	\$1,043,302	\$925,984	\$1,043,302	\$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
Less: AOCI	30,633	26,505	30,633	26,505
	<u>506,084</u>	<u>377,982</u>	<u>506,083</u>	<u>377,982</u>
Ending shares outstanding	114,111,695	89,700,152	114,111,695	89,700,152
Tangible common book value per share excluding AOCI (1)	<u>\$4.43</u>	<u>\$4.21</u>	<u>\$4.43</u>	<u>\$4.21</u>
<u>Tangible equity/tangible assets (period end):</u>				
Total shareholders' equity	\$1,043,302	\$925,984	\$1,043,302	\$925,984
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	<u>475,451</u>	<u>351,477</u>	<u>475,451</u>	<u>351,477</u>
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	<u>8,141,226</u>	<u>7,790,304</u>	<u>8,141,226</u>	<u>7,790,304</u>
Tangible equity/tangible assets (period end)	<u>5.84%</u>	<u>4.51%</u>	<u>5.84%</u>	<u>4.51%</u>

(1) Accumulated other comprehensive income (AOCI) is comprised of unrealized losses on securities, non-credit impairment losses on other-than-temporarily impaired securities and unrecognized pension and postretirement obligations.



GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
<u>Tangible common equity/tangible assets (period end):</u>				
Total shareholders' equity	\$1,043,302	\$925,984	\$1,043,302	\$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	<u>475,451</u>	<u>351,477</u>	<u>475,451</u>	<u>351,477</u>
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	<u>8,141,226</u>	<u>7,790,304</u>	<u>8,141,226</u>	<u>7,790,304</u>
Tangible common equity/tangible assets (period end)	<u>5.84%</u>	<u>4.51%</u>	<u>5.84%</u>	<u>4.51%</u>
<u>Tangible common equity, excluding AOCI/ tangible assets (period end) (1):</u>				
Total shareholders' equity	\$1,043,302	\$925,984	\$1,043,302	\$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
Less: AOCI	30,633	26,505	30,633	26,505
	<u>506,084</u>	<u>377,982</u>	<u>506,084</u>	<u>377,982</u>
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	<u>8,141,226</u>	<u>7,790,304</u>	<u>8,141,226</u>	<u>7,790,304</u>
Tangible common equity, excluding AOCI/ tangible assets (period end) (1)	<u>6.22%</u>	<u>4.85%</u>	<u>6.22%</u>	<u>4.85%</u>

(1) Accumulated other comprehensive income (AOCI) is comprised of unrealized losses on securities, non-credit impairment losses on other-than-temporarily impaired securities and unrecognized pension and postretirement obligations.